



AHRA Education Foundation Policy & Procedure Manual

Policy Manual Effective May 17, 2005

Update approved March 26, 2020

Update approved 12/17/24

Update approved 12/9/25

PREFACE

The AHRA Education Foundation (AHRA-EF) Board of Directors has developed this manual to provide its leaders with a guide to the duties and responsibilities of the AHRA-EF's business. In general, the manual outlines the responsibilities, designates the person to discharge the responsibility and indicates timing when appropriate.

This is the operational tool of the AHRA-EF and as such should be modified as required to maintain its applicability. All such changes must be approved by the AHRA-EF Board of Directors and shall be in accordance with the AHRA-EF Bylaws.

MISSION STATEMENT

The AHRA-EF, in cooperation with AHRA (The Association for Medical Imaging Management) obtains and provides resources to enhance the effectiveness of imaging and healthcare disciplines.

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Policy & Procedure Manual

SECTION 1

AHRA-EF Board Related Policies & Procedures

AHRA-EF TERM LIMITS & MEETING REQUIREMENTS FOR DIRECTORS & OFFICERS

Term Limits:

Any member in good standing, with the exception of student and emeritus members, is eligible to serve a maximum of two (2) three-year terms as an elected or appointed Director in total on the AHRA-EF Board of Directors.

- 1) Class I Board Members: may be re-elected or re-appointed by virtue of their status on the AHRA Board. These are automatic appointments to the AHRA-EF and relate to an individual's position on the AHRA Board of Directors.
- 2) Class II Board Members: may be re-appointed by the AHRA Board.
- 3) Class III Board Members: may be re-elected by the AHRA-EF Class I and Class II Directors.

The office of Chair and Vice Chair is a one (1) year term served within the respective 3-year directorship term. Chair and Vice Chair are eligible for re-election to the office.

The Finance Director's term is consistent with the AHRA Finance Director term.

Meeting Requirements:

The AHRA-EF Board of Directors will hold at least two meetings annually. Meetings may be conducted by telephone or other electronic means, provided that all directors participating in the meeting can communicate with each other in real time or as otherwise provided by law. Special meeting via conference call as needed.

AHRA-EF DIRECTOR & OFFICER NOMINATIONS, ELECTIONS, AND APPOINTMENTS

AHRA-EF Board of Directors

Officers and directors of the AHRA-EF Board of Directors are elected or appointed to the board according to procedure designated for each class. Officer elections are held yearly. Directors are replaced according to class, as the terms expire. The Board of Directors shall consist of three classes of directors and shall have not less than seven (7) nor more than ten (10) members. The Annual Meeting marks the beginning and ending of each board terms year.

Class I Directors

Class I directors consist of the AHRA President, Past President, President-Elect, and Finance Director. Class I directors automatically serve on the AHRA-EF Board upon installation to the AHRA Board in these designated roles.

Class II Directors

Class II directors are appointed by the AHRA Board of Directors in accordance with AHRA Policy: 1-13 Appointment of AHRA EF Class II Directors. Class Two Directors shall consist of not less than 2 and not more than 3 AHRA members.

Class III Directors

Class I and Class II AHRA-EF members, serving on the current year's board, elect the Class III Board members.

Class III Director Election Procedure

Nominations may come from AHRA-EF members, AHRA board members, and the AHRA membership. All recommendations should be received by the Chair, by June 1 each year. The Class III Directors will be elected by the Class I and Class II Directors, by written ballot, or other method agreed upon by the Board. The Chair will announce the results of the election. The elected Class III Board members will officially assume office at the conclusion of the AHRA Annual Meeting. Class Three Directors shall consist of not less than 1 member, not more than 3 members, elected by the Class One and Class Two Directors, as determined by the Board of Directors.

Election of AHRA-EF Officers

Recommendations for AHRA-EF Officers will be solicited preceding the AHRA Annual Meeting. The Board will select a slate of nominees from the recommendations list. After the slate of nominees is selected, each nominee may address the Board, regarding their desire to serve in the capacity nominated and also answer questions from the Board, regarding their qualifications. The officers will be elected by the current Board, by written ballot, or other method agreed upon by the Board. The individual Board member receiving a majority of the votes for each office shall assume the office at the conclusion of the AHRA Annual Meeting.

AHRA-EF CHAIR

TERM OF OFFICE

One (1) year term served within the respective three (3) year director term, eligible for re-election.

ELECTED BY

The current AHRA-EF Board of Directors, for the incoming board.

RESPONSIBILITY

The Chair of the Board of Directors shall be the chief elected officer of the AHRA-EF and shall preside at all meetings of the AHRA-EF Board of Directors and shall have such other duties as prescribed by the AHRA-EF Board of Directors. The Chair shall have the discretion to delegate administrative authority and responsibilities for day-to-day tasks to volunteers, staff and consultants as may be necessary from time to time.

In addition to the director's responsibilities described in Article IV of the AHRA-EF Bylaws, the Chair is responsible to:

1. Prepare for and facilitate all meetings of the AHRA-EF.
2. Participate actively in association strategic planning including monitoring progress toward goals and altering direction in light of changing circumstances.
3. Serve as a resource of knowledge and counsel to executive staff, committees, and other board members.
4. Assist in locating and developing funding sources for the association.
5. Review and respond to all action and information requests from executive staff.
6. be an association spokesperson with the media and members.
7. Appoint all AHRA-EF committee chairs.
8. Communicate regularly with the AHRA Executive Director and Board
9. Assist executive staff in preparing agendas for board meetings and in conducting new board member orientation.
10. Provide leadership to other officers and directors in the execution of their responsibilities to AHRA.
11. Be an active and full-time member of the AHRA Finance Committee

QUALIFICATIONS

1. AHRA member
2. Demonstrated leadership skills through a record of responsible service to the AHRA-EF/Association
3. Knowledgeable about the programs and services of the AHRA-EF
4. Ability to communicate effectively in oral and written form.
5. Demonstrated ability to exercise good judgment.
6. Ability to be a good facilitator.
7. Fair, reasoned, and impartial.
8. Committed to serving the common interests of the membership.

REPLACEMENT OF THE CHAIR

In the event of death, disability or resignation of the AHRA-EF Chair, the Vice-Chair shall immediately succeed to this position, for the remainder of the vacated term.

PROCEDURE

1. Upon the Board's receipt of notification of the death, disability or resignation of the Chair, the Vice-Chair shall succeed to the position of Chair, for the remainder of the term.
2. The AHRA-EF Board of Directors will elect a new Vice Chair within (30) thirty days of the notification of vacancy and the individual elected will serve in this capacity for the remainder of the vacated term.

AHRA-EF VICE-CHAIR

TERM OF OFFICE

One (1) year term served within the respective three (3) year director term, eligible for re-election.

ELECTED BY

The current Education AHRA-EF Board of Directors, for the incoming board.

RESPONSIBILITY

In addition to the director's responsibilities described in Article IV of the AHRA-EF Bylaws, the Vice Chair shall preside at all meetings of the AHRA-EF Board of Directors in the absence of the Chair and shall have such other duties as prescribed by the AHRA-EF Board of Directors.

QUALIFICATIONS

1. AHRA member
2. Demonstrated leadership skills through a record of responsible service to the AHRA-EF/Association
3. Knowledgeable about the programs and services of the AHRA-EF
4. Ability to communicate effectively in oral and written form
5. Demonstrated ability to exercise good judgment
6. Ability to be a good facilitator
7. Fair, reasoned, and impartial
8. Committed to serving the common interests of the membership

REPLACEMENT OF THE VICE-CHAIR

In the event of a death, disability, or resignation of the Vice-Chair, the AHRA-EF shall elect a Board member to fill the vacant position. The vacancy shall be filled within (30) thirty days of the receipt of notification of the vacant position.

PROCEDURE

1. Upon the Board's receipt of notification of the death, disability or resignation of the Vice-Chair, the Board will elect, from among the remaining members, an individual to fill the remainder of the term of the Vice-Chair.
2. The election of the new Vice Chair should take place, within (30) thirty days of the receipt of notification of the vacant position.

AHRA-EF FINANCE DIRECTOR

TERM OF OFFICE

Consistent with term of office on the AHRA Board of Directors. Three (3) years, with a maximum of two (2), three (3)-year terms in total on the AHRA Board of Directors unless the Finance Director is elected to the office of President-Elect, in which case a third three-year term on the Board of Directors is possible.

APPOINTED BY

AHRA's Finance Director is a designated Class I AHRA-EF director. The Finance Director is appointed by the AHRA Board of Directors and serves as Finance Director for both boards.

RESPONSIBILITY

The Finance Director is a member of the AHRA Board of Directors, which is responsible for governing the organization, and assuring that it succeeds in its mission. The Finance Director serves as an officer in the role of Secretary-Treasurer of the AHRA and serves as a Class I Director on the AHRA-EF Board of Directors. In addition to the director responsibilities described in Article IV of the AHRA-EF Bylaws the Finance Director shall oversee the maintenance of adequate books of account and the receipts and disbursements of the AHRA-EF and shall perform all other duties incident to the office of Finance Director as may be required by the Board of Directors from time to time.

Additionally, the Finance Director shall:

1. Serve as chairperson of the AHRA-EF Finance Committee
2. Manage, with the Finance Committee,
 - a) The Board's review of and recommendations regarding the annual audit report, future fiscal projections, and annual financial reports
 - b) Oversight of investment funds to ensure appropriate allocations and use of funds
 - c) Review and make recommendations about the proposed annual operating budget.
 - d) Recommendations of fiscal policies and procedures to the Board of Directors
 - e) Review of monthly financial statements.
3. Generally, oversee record keeping of meetings, policies, and any other records required by law.
4. Oversee the maintenance of adequate books of account and the receipts and disbursements of the AHRA-EF
5. May certify the Bylaws, resolutions of members, the board of directors and/or committees and other documents as true and correct copies.
6. Review policies related to AHRA-EF finances and make recommendations for modification, addition, and/or deletion.

REPLACEMENT OF THE FINANCE DIRECTOR

In the event of a death, disability, or resignation of the Finance Director; or removal of the Finance Director by a majority vote of the Board of Directors, the AHRA Finance Director Nomination Committee, comprised of the AHRA Executive Director, President, President-Elect, and immediate Past President, shall prepare a call for nominations which will be distributed to the AHRA Board of Directors to identify prospective candidates for the open position(s) and the AHRA Board shall appoint the new Finance Director.

AHRA-EF DIRECTOR

TERM OF OFFICE

Three (3) years, with a maximum of two (2) three-year terms in total on the Education AHRA-EF of Directors

ELECTED BY

Elected or appointed to board according to procedure designated for each class as described in the Nominations, Elections, and Appointments Policy.

RESPONSIBILITY

AHRA-EF Directors provide governance to the AHRA-EF. They are responsible for the evaluation and monitoring of the AHRA-EF's performance, oversight and use of funds and fundraising. Their oversight and foresight provide for the long-term value of the AHRA-EF. They ensure the highest and best use of available capital and resources consistent with the philanthropic mission of the AHRA-EF. They provide strategic vision and direction while monitoring performance. The Board shall utilize staff and other resources to help carry-out the AHRA-EF's mission. As directed by the Bylaws, EF Directors shall:

1. Prepare for and attend all meetings of the AHRA-EF board.
2. Participate actively in AHRA-EF strategic planning including monitoring progress towards achieving goals and altering direction in light of changing circumstances.
3. Approve the AHRA-EF's budget and provide financial and programmatic oversight of the AHRA-EF by monitoring and evaluating overall AHRA-EF performance.
4. Assure that the AHRA-EF's resources necessary for achieving goals and outcomes are used efficiently.
5. Vote on AHRA-EF policy and program issues.
6. Review and respond to all action and information requests from executive staff.
7. Conduct annual Board assessment.
8. Assist in locating and developing funding sources for the AHRA-EF.
9. Serve as a resource of knowledge, support and counsel to executive staff, committees, and other board members.
10. Ensure that the AHRA-EF operates ethically and within applicable laws and regulations.
11. Have authority to establish committees, task forces, and commissions.
12. Have and exercise all powers necessary to accomplish all the purposes for which the AHRA-EF is formed.
13. Respect and maintain confidentiality of information and protocols for representation of the AHRA-EF in the community and with the media.
14. Have authority to contract on behalf of the AHRA-EF and may adapt such policies, rules, and procedures for the conduct of the business of the AHRA-EF as it shall deem advisable.
15. Retain and compensate staff and other consultants, including, but not limited to, legal counsel, CPA firms, and the AHRA Executive Director, as it deems necessary to achieve the goals and outcomes of the AHRA-EF
16. Have authority to indemnify its Directors, officers, employees, and agents in accordance with law.

QUALIFICATIONS

1. AHRA member in good standing
2. Good communications skills
3. Knowledge of the workings of Boards of Directors and non-profit organizations
4. Strong fundraising capabilities and experience
5. Knowledge of the Healthcare environment would be helpful

REPLACEMENT OF A DIRECTOR

In the event of a death, disability, or resignation of a Director, the AHRA-EF shall make nominations to the Board for the appointment of a replacement director. The vacancy shall be filled within 30 days after receipt of the notice, by vote of the Board, according to procedure designated for each class.

Class I or II Directors

Upon the Board's receipt of notification of the death, disability or resignation of a Class I or Class II Director, the AHRA-EF Chair shall, as soon as possible after the notice:

1. Contact the AHRA President and request an appointment to the AHRA-EF, to fill the vacant Director's position.
2. The AHRA appointment should be made and communicated to the AHRA-EF Chair within (15) days of the request, and no later than (30) days after the notification of the vacancy.
3. The Class I or II Director Appointment shall be for the remainder of the vacated term. The AHRA-EF shall be notified of the new appointment, within (15) fifteen days.

Class III Directors

Upon the Board's receipt of notification of the death, disability or resignation of a Class III Director, the AHRA-EF Chair shall, as soon as possible after the notice:

1. Poll the Board and request suggestions for qualified nominees.
2. From the suggestions, prepare a list of not less than two (2) nominees to fill the vacancy and present that list of nominees to the Board.
3. The chair will call a meeting of the Board to consider the nominations and vote on the replacement director. The vacant Director's position shall be filled by the majority vote of the Board within thirty (30) days after receipt of the initial notice. The appointment of the Director shall be for the remainder of the vacated term. The voting members of the board shall be notified of the new appointment.

REMOVING DIRECTORS FROM THE AHRA-EF

POLICY

Class I Directors shall not be removed from office except upon removal or resignation from the AHRA Board of Directors. Class II and Class III Directors may be removed from office with or without cause by a vote of two-thirds of all voting members of the Board, other than the Director to be removed.

AHRA EF INVESTMENT POLICY

INTRODUCTION

This investment policy is set forth so there is a clear understanding of the investment policy, guidelines and objectives of the American Healthcare Radiology Administrators, Inc. (AHRA) long term investments as established by the Board of Directors. This policy statement also provides the investment advisors and portfolio managers with an understanding of the guidelines, limitations, direction, and performance expectations that the Board believes are most appropriate for the long-term investments of the AHRA and AHRA EF.

It is the intent of the Board that this plan be sufficiently specific to be meaningful, but also flexible enough to be practical. The engagement and termination of the investment advisor or portfolio manager is to be done with the approval of the Board of Directors.

The AHRA is a not-for-profit corporation and is tax-exempt under Internal Revenue Code 501(c) 6. The AHRA desires a strong and liquid balance sheet and receives revenue from various sources including member donations and corporate partnerships.

It is the practice of the Board of Directors that the long-term investments of the AHRA grow over time. It is also the goal of the AHRA that, on an annual basis, any revenue in excess of expenses be converted to long-term investments. Once the total assets in long-term investments reaches a level of 100% of the annual operating budget, the AHRA may consider using investment income to provide additional services to its membership. The AHRA will always maintain a balance in a checking account to meet operating requirements. Any decision to move assets from long-term investments to operation revenue requires approval of the Board of Directors. Within the specific guidelines outlined below, the investment advisers and portfolio managers may exercise full investment discretion. Subject to restrictions that may appear in these documents and amendments or revisions thereto, such discretion includes the choice of and diversification of assets. The investment advisers have been directed to exercise discretion for the exclusive benefit of the AHRA, and with the care, skill, prudence, and diligence that a prudent man acting in a similar capacity and familiar with such matters would use in the conduct of an enterprise of similar characteristics and aims.

The AHRA-EF, a 501c3 corporation, follows the investment policy of the AHRA as outlined below.

Capital Markets Return Expectations

The specific investment goals below are based on the following expectations of return for the capital markets:

Asset Class Expected Return

Global Stocks (MSCI ACWI Index) +5.7%*

Intermediate Govt. & Corporate Bonds +3.3%*

90 Day T-Bills +2.3%*

Consumer Price Index (CPI) +2%*

*Source: Morgan Stanley Global Investment Committee, April 2019. Returns are estimates of future returns and are subject to change.

INVESTMENT OBJECTIVES

Assets should be managed as a balanced portfolio comprised of global equities, global fixed income assets and cash investments to be further outlined in this statement. It should be managed in a moderately conservative fashion defined by:

1. Expected rates of total return
2. Diversification and risk management

Primary Objective

Growth plus Income: The asset value of the account, exclusive of contributions or withdrawals, should grow in the long run in line with the commonly quoted stock and bond market benchmarks.

INVESTMENT GOALS

Target Returns: Over any rolling five-year period, the portfolio should equal or exceed the return of a blend of 60% of the MSCI ACWI Index and 40% of Barclays Aggregate Bond Index. This return should be generated while incurring an appropriate level of risk consistent with the above-mentioned blend.

Risk will be measured by failure to meet targeted return. Relative to any market declines, if they occur, it is expected that the risk of loss in the account be no greater than the loss incurred by the above-mentioned blend over any given calendar year.

Income Requirements

There are no specific income requirements.

INVESTMENT GUIDELINES

Portfolio managers registered with the Securities and Exchange Commission or those exempted from the registration requirements by the Investment Advisors Act of 1940 may be given full discretion on investments made for the AHRA, subject to restrictions set forth in this policy. Investment decisions must be consistent with those of a prudent investor. All investments must be marketable and have a readily available market value.

AHRA desires to achieve a Balanced Asset Allocation as reflected below:

TARGET ASSET MIX

The Long-term Fund targets shall be comprised of the asset classes listed in the table below. The target weight is the desired weight for each asset class. The minimum weights and maximum weights are to allow for normal market fluctuations. It shall be the responsibility of the financial advisor to remain within the range specified for each asset class. The financial advisor should re-balance the portfolio according to the target weights annually.

ASSET CLASS MINIMUM WEIGHT

**EQUITY
TARGET WEIGHT
MAXIMUM WEIGHT**

U.S. Large Capitalization Stocks 26% 31% 36% U.S. Mid-Capitalization Stocks 4% 6% 8% U.S. Small

Capitalization Stocks 3% 5% 7%

International Stocks 15% 18% 21% TOTAL EQUITY 60%

FIXED INCOME

U.S. Government/Corporate Intermediate Bonds 20% 25% 30% Foreign Bonds 5% 8% 1%

High Yield 3% 5% 7%

Cash 0% 2% 5%

TOTAL FIXED INCOME 40%

DEFINITIONS OF ASSET CLASSES

Equity

Large Cap Stocks: A portfolio of stocks composed primarily of US-based companies having a market capitalization, on average, exceeding \$10.0 billion and whose primary shares trade on a major US exchange. (Market Capitalization = Market Price × Number of Shares Outstanding)

Mid Cap Stocks: A portfolio of stocks composed primarily of US-based companies having a market capitalization, on average, between \$2.0 billion and \$10.0 billion.

Small Cap Stocks: A portfolio of stocks composed primarily of US-based companies having a market capitalization, on average, of less than \$2.0 billion.

International Stocks: A portfolio of stocks composed primarily of non-US-based companies whose primary shares trade on a non-US exchange. American Depositary Receipts (ADRs) are considered international stocks.

FIXED INCOME

Intermediate Bonds: A portfolio consisting primarily of fixed income securities rated investment grade or better, denominated in US dollars issued by the US Government or US corporations and having a weighted average maturity of less than 10 years.

High Yield Bonds: A portfolio composed of bonds issued by US corporations rated below BBB/Baa on average.

International Bonds: A portfolio of investment grade fixed income securities denominated in currencies other than US dollars; issuers may be governments or corporations.

Cash & Equivalents: A portfolio of 30-day Treasury bills, commercial paper, money market funds, savings accounts, and so on.

Short Term Investments: Short-term investments should be kept to a minimum. When cash becomes available it may be invested in Money Markets instruments, Certificates of Deposit, U.S. Treasury Bills, and Commercial Paper rated A-1 by either Standard & Poor's or Moody's. Investment advisers shall make every attempt to invest in the highest yielding short-term instruments consistent with the other objectives set forth in this document. No more than 10% of the portfolio at cost may be invested in any individual short-term investment issue, other than U.S. Treasury Bills or Money Market funds.

RESTRICTIONS

The adviser may not buy or sell individual:

1. Option contracts
2. Derivative securities
3. Futures contracts
4. Collateralized mortgage obligations (CMOs)

PROXY VOTING

The following policies and procedures will be followed with respect to this portfolio:

1. Investment advisers or portfolio managers engaged by the AHRA will vote proxies.
2. Proxy voting practices of investment advisers and portfolio managers will be consistent with other policies contained herein.
3. Investment advisers will furnish the AHRA annually, an outline of the actions taken over the prior year by the adviser and portfolio manager in the voting of AHRA's proxies.

INVESTMENT PERFORMANCE REVIEW

The portfolio's results will be measured and reviewed quarterly.

The total expected return on the account net of all fees will exceed the increase in the Consumer Price Index by 3%.

Grounds for Terminating Investment Adviser or Portfolio Manager Agreements:

1. Underperformance of the stated expectations of the portfolio for the three – five-year market cycle. Material change of investment decision makers of the investment adviser or portfolio manager.
2. Material change in the investment philosophy or strategies of the investment adviser or portfolio manager.
3. Violation of any policy set forth in this document.
4. Election of the Board of Directors for any reason.

COMMUNICATIONS

The following will be provided by the investment advisor:

1. Written confirmation of each transaction.
2. Monthly statement of account holdings and values for that period.
3. Quarterly, independent performance evaluation measuring risk, relative returns to stated objectives, and asset allocation.
4. Conference calls with the Finance Committee as requested.
5. Additional reports as requested.
6. Minimum of one personal presentation per year to the Board of Directors on the status and performance of the account.

All investments are to be made in a prudent manner. Investments shall be made in a fashion consistent with the objectives set forth in this policy and with the investment advisor and portfolio managers published methods of investing in stocks, bonds, and cash instruments. Any deviation from prudent guidelines set forth herein or from the investment advisor or portfolio manager's own policies shall be brought to the attention of the AHRA immediately.

The AHRA expects the investment advisors to cooperate in supplying information on internal personnel changes, changes in ownership, changes in investment philosophy of the advisor and portfolio manager or on any factors potentially affecting the efficient performance of their duties.

The AHRA Executive Director and Finance Director will report to the AHRA Board of Directors on the investment portfolio on a quarterly basis. The designated contact persons for the account will be the Finance Director and the AHRA Executive Director.

This policy shall be reviewed annually by the Finance Committee to assure that it is consistent with AHRA's mission and financial condition. Recommendations for change shall be made to the Board of Directors for action.

AHRA-EF BYLAWS AMENDMENTS

INTRODUCTION

According to the Association Law Handbook, bylaws are rules for the internal organization and governance of an association. Bylaws define the relationship between the association and its members and among the members itself. They establish management rules that provide consistency and continuity of operations. Bylaws typically state procedures for membership, meetings, elections, indemnification of officers and directors, delegation of authority to officers, directors, and notices. Too frequent amendment of an association's bylaws can be confusing. Amendments should only be made when necessary. Illinois law provides for the adoption of emergency bylaws in case of the declaration of either a US or Illinois civil defense emergency. Emergency bylaws cease to be in effect once a declaration has been made that the civil defense emergency no longer exists.

POLICY

Annually and as needed, by the AHRA-EF Vice Chair and in collaboration with the AHRA-EF Chair, AHRA-EF Bylaws will be reviewed and potential revisions considered.

PROCEDURE

All AHRA-EF Members will be given a copy of the Bylaws and Policy and Procedures Manual to review at the time of appointment. The Vice Chair is responsible for assuring that the AHRA-EF Bylaws are reviewed at least annually by December 30. Legal counsel will be consulted as needed. Proposed revisions will be considered by the AHRA-EF Board of Directors at the earliest possible opportunity following Bylaw review.

AHRA-EF CONFLICT OF INTEREST POLICY

INTRODUCTION

AHRA-EF's officers, directors, team, and committee members ("AHRA Leaders" or "Leaders") have a fiduciary responsibility to act solely in the best interest of the AHRA-EF and not for their own direct or indirect personal benefit or that of others, in performing their volunteer duties. This Conflicts of Interest Policy is designed to assist AHRA-EF in identifying actual, and potential, and apparent conflicts of interest and to provide guidance for their resolution.

DEFINITION AND POLICY

A conflict of interest may occur when AHRA Leaders participate in decision-making on an issue for AHRA-EF or in other AHRA-EF volunteer activity, while concurrently having other business, professional, or personal interests that may or could influence the ability of the Leader to exercise objectivity in the decision making process on the issue or may or could impair the Leader's ability to otherwise perform his or her volunteer responsibilities in AHRA-EF's best interest. The AHRA-EF Board of Directors recognizes that it is not sufficient for the individual who has a conflict of interest to merely be aware of the conflict and attempt to act in AHRA-EF's best interests despite the conflict. Where a conflict of interest exists, the individual must actively identify and disclose the conflict and resolve it in cooperation with AHRA-EF.

In order to proactively address any actual, potential, or apparent conflicts of interest, each AHRA-EF Leader is required to annually complete and submit a Conflict of Interest Disclosure Statement detailing any such "other interests." The Leader also must update the Conflict of Interest Disclosure Statement if any material changes or additions to the submitted information arise during the course of the year. On the Conflict of Interest Disclosure Statement, the Leader must list all financial transactions with AHRA-EF, whether the Leader or any family member of the AHRA-EF Leader has an interest in any third parties providing goods or services to AHRA-EF, and any other (nonprofit or for-profit) organizations with potentially conflicting interests in which the Leader or any family member of the Leader is actively involved, has a significant investment, or owns at least a 1% interest. All paid or unpaid positions or relationships with nonprofit or for-profit organizations that compete with AHRA-EF or take public positions contrary to those of AHRA-EF also need to be listed. The Leader is encouraged to disclose a relationship if there is any uncertainty as to whether the relationship should be disclosed.

All committee chairs shall discuss AHRA-EF's Conflict of Interest Policy with all committee members when the committee first convenes.

Addressing a Conflict:

It is the decision of AHRA-EF, not the individual Leader, to decide how serious and immediate a conflict is, and to decide on the best action for the volunteer to undertake on behalf of AHRA-EF, including but not limited to disclosure, recusal from decision making, and/or resignation from the volunteer position.

To fulfill the volunteer's fiduciary obligation, the volunteer must disclose the conflict or potential conflict and accept and follow the decision of AHRA-EF as to the resolution of the conflict or potential conflict as determined by the Board of Directors.

Alternatives for addressing conflict of interest situations:

DISCLOSURE: Disclosure is the minimum action a volunteer must undertake when faced with a conflict. A conflict that is conditional, qualified, or only potential must be disclosed to the AHRA-EF. The volunteer must pledge to remain objective and neutral to it.

RECUSAL: A conflict that may or could influence the ability of the member to exercise objectivity in the decision-making process on an issue for AHRA-EF requires the volunteer to not only disclose the conflict but also to recuse himself/herself from involvement in decision-making on the matter.

RESIGNATION: A conflict that regularly and customarily, may or could influence the ability of the member to exercise objectivity in the decision making process on an issue or could regularly and customarily impair the member's ability to perform his or her volunteer responsibilities in the best interest of the AHRA-EF requires resignation of the volunteer from the deliberating body as the only prudent way to avoid such conflicts.

An initial determination as to whether a particular outside transaction or relationship may constitute an actual, potential, or apparent conflict of interest shall be made by the AHRA Executive Committee, without the presence or participation of the individual(s) whose involvement in such transaction or relationship is under consideration. This determination shall be made in any circumstance in which a credible potential for a conflict of interest is identified, either by an individual AHRA-EF Leader (through mandated self-disclosure) or by a third party. However, if the Executive Committee concludes that this determination should be made by the AHRA Board of Directors, then the matter shall be referred to the Board (with or without a recommendation from the Executive Committee) for its consideration, deliberation, and resolution, with the assistance of legal counsel, if necessary, and without the presence or participation of the individual(s) whose involvement in such transaction or relationship is under consideration. The Board shall have final authority over the resolution of all conflict of interest matters, although it is contemplated that most conflicts of interest matters will be resolved by the Executive Committee alone.

If the Executive Committee believes that a particular relationship or transaction may represent an actual, potential, or apparent conflict of interest, it shall first request additional information from the Leader detailing the nature of the relationship or transaction.

When evaluating whether a particular transaction or relationship constitutes an actual, potential, or apparent conflict of interest, the Executive Committee shall consider the following (non-exhaustive) factors:

- Abusing one's role as a Leader for personal or third-party gain or pleasure (including, but not limited to, the solicitation or acceptance of gifts or other items of value or indirect inducement to provide special treatment on AHRA matters).

- Placing one's own self-interest, the interest of one's company, organization, or another entity for which the individual serves in a leadership, employment, or ownership capacity, or the interest of any third party above that of AHRA-EF.
- Engaging in any outside business, professional, or other activities that would directly or indirectly materially adversely affect AHRA-EF.
- Providing goods or services to AHRA-EF as a paid vendor or otherwise on a compensated basis.

If the Executive Committee determines that a particular relationship or transaction represents an actual, potential, or apparent conflict of interest, it (or the Board, if the matter has been referred to the Board) shall resolve such actual, potential, or apparent conflict in a manner that it determines to be in the best interests of AHRA-EF. Such resolution may involve a waiver of the conflict (if it determines it is unlikely to compromise the Leader's ability to act in the best interests of AHRA-EF), requiring the Leader to remove himself/herself from the conflicted position, requesting resignation from the AHRA-EF Leadership position, or other appropriate resolution of the matter.

The following actions illustrate examples of potential or actual conflicts of interest that should be avoided and disclosed when applicable pursuant to this policy. This list is not all inclusive and is intended to provide guidance to AHRA-EF.

- **Self-Benefit:** Use of your position in AHRA-EF to promote your own interests or those of your family, including the use of confidential or privileged information obtained during your being an AHRA-EF Leader, to obtain personal benefit or gain for yourself or family members.
- **Improper Use of Influence:** Soliciting benefits for yourself or your family from an outside organization in exchange for using your influence with AHRA-EF to advance the interests of that organization.
- **Other business relationships and dealings:** Participating in approving contracts or other business transactions on behalf of AHRA-EF with organizations in which you or your family have significant financial, economic, or personal interests.
- **Property transactions:** Directly or indirectly leasing, renting, trading, or selling real or personal property to or from AHRA-EF.
- **Use of AHRA-EF property for personal advantage:** Using or taking AHRA-EF resources, including facilities, equipment, personnel, and supplies, for private use or other unauthorized AHRA-EF activities.
- **Receipt of Gifts:** Personally accepting anything of value (unless nominal--generally \$100 or less), including payments, gifts, or loans from organizations or individuals that have contracts or other business pending with the AHRA-EF or business occurring during the preceding two (2) years.

AHRA-EF CODE OF CONDUCT

POLICY

AHRA-EF Board members and other volunteer leaders will adhere to an established code of conduct while actively serving on the board or as a leader in the organization (see also, policy Removing Directors from the AHRA-EF).

PROCEDURE

The AHRA-EF Code of Conduct Commitment Form will be signed and dated by any member accepting a nomination or appointment to a board position, any member who chairs a committee, or serves as a liaison. Signed forms will be sent, received, and processed by AHRA-EF staff. Active board members accepting new appointments (e.g., Director appointed to Finance Director) will not require an additional signed form.

AHRA-EF Committee chairs shall discuss the Code of Conduct policy with all AHRA-EF committee members when the committee(s) first convene(s).

AHRA-EF BOARD OF DIRECTORS AND VOLUNTEER REIMBURSEMENT

INTRODUCTION

To foster participation by AHRA-EF members who wish to be active volunteer participants in the activities of the association, the AHRA-EF Board recognizes the need to support costs associated with such volunteerism. As part of its responsibility to be a steward of the resources of the association, the AHRA Board has established categories of expense reimbursement. The AHRA Board is committed to ensuring that the travel needs of the organization are managed effectively and in the most cost-effective manner.

GENERAL POLICIES

1. Hotel Accommodations:
 - a. AHRA-EF will provide single occupancy rooms to Board Members participating in an official AHRA-EF activity.
 - b. In-room movies, valet services, laundry and other services of a personal nature are not eligible for reimbursement.
 - c. Changes to hotel accommodations made to accommodate the needs of AHRA-EF and resulting in penalties or additional fees will be reimbursed. Changes made for the convenience of the traveler are the responsibility of the traveler.
2. Meal Functions:
 - a. The following reimbursable limits apply to breakfast, lunch and dinner while traveling, and include the meal, all beverages, gratuity, taxes, and tips. These guidelines reflect our commitment to member stewardship.
 - i. Breakfast \$20
 - ii. Lunch \$25
 - iii. Dinner \$50
 - b. We also recognize that these meal limits may not always be practical for travel to certain cities and properties. Any overages from the amounts above require an explanation to be provided on the reimbursement request form. Some overages will require ED approval.
 - c. AHRA-EF does not reimburse Board members for alcoholic beverages.
 - d. Only AHRA-EF Volunteers are eligible for meal reimbursement.
3. Air Travel
 - a. AHRA-EF volunteers are encouraged to make travel arrangements at the lowest coach airfare booked at least 30 days in advance of travel dates.
 - b. Early Boarding/Check-In Fees
 - i. Fees for Early Bird check-in are reimbursable for Southwest and other carriers that do not offer advance seat assignments.
 - ii. Fees to board early as a convenience are not reimbursable.
 - c. Window or Aisle Seating Fees
 - i. Some airlines charge fees to sit in window or aisle seats.
 - ii. Fees to move out of a middle seat are reimbursable to another seat within coach class.

- iii. Fees or upgrades to a row with more leg room or to a higher class of service are the responsibility of the traveler.
 - d. Baggage Check Fees
 - i. Airline baggage fees accompanied by receipts are reimbursable.
 - ii. Consider these fees when determining the most cost-effective flight to your destination.
 - e. Wi-Fi (Airport and In-flight)
 - i. Wi-Fi will be reimbursed when required for association related work activity only.
 - ii. Monthly passes are not reimbursable.
 - f. TSA Pre-check
 - i. TSA Pre-check fees are not reimbursable.
 - g. Changes to Air Travel
 - i. Changes made to accommodate the needs of AHRA and resulting in penalties or additional fees will be reimbursed.
 - ii. Changes made for the convenience of the traveler are the responsibility of the traveler.
- 4. Parking and Tolls
 - a. Reasonable parking expenses (for example, daily parking at an airport while traveling) and tolls while traveling are reimbursable.
 - b. Receipts should be provided for parking.
- 5. Mileage Reimbursement
 - a. The IRS mileage rate is the maximum rate that employers may use for tax-free reimbursement. The IRS rate is adjusted annually for inflation and takes into consideration the insurance, maintenance, licensing and fueling costs of vehicles.
 - b. It does not cover parking and tolls that should be submitted for reimbursement separately.
 - c. Because the cost of refueling is included, it is not separately reimbursed. The current reimbursement rate can be viewed on the IRS website at: <http://www.irs.gov/Tax-Professionals/Standard-Mileage-Rates>.
 - d. Mileage reimbursement may not exceed the lowest possible airfare for the same trip, without prior approval.
- 6. Car Rental (In Lieu of Air, Train, or Bus Travel)
 - a. Car rental will be reimbursed at the lower of the price of the car rental plus mileage.
 - b. Travelers shall compare the cost of car rental with the mileage reimbursement for personal automobile use and select the lower cost of the two options.
- 7. Travel Between Home and Airport and/or Airport to Hotel:
 - a. For roundtrip travel from home or work to the airport, AHRA will pay for the lesser of mileage plus parking; shuttle service; or cab fare.
 - b. For roundtrip travel from the airport to the hotel, AHRA will pay for shuttle service or cab fare. Shuttle service is preferred, except when the cost for cab service is shared by multiple AHRA volunteers on official AHRA business.

8. Reimbursement Request Form:
 - a. Travel expense reimbursement requests must be submitted to AHRA on the AHRA Expense Reimbursement form within thirty (30) days after the expense has been incurred.
 - b. Original receipts, invoices, or other appropriate documentation of expenses must be attached.
 - c. For travel booked online, an e-mail confirmation is acceptable.
 - d. Reimbursement forms are specific to the activity and can be requested from the AHRA office as needed.
9. Direct Bill to AHRA-EF :
 - a. For major events (i.e., annual meeting), whenever possible, AHRA-EF arranges for expenses to be directly billed to AHRA-EF to minimize the out-of-pocket expenses incurred by board members and volunteers.
 - b. Hotel and other accommodation for group meetings will be arranged through AHRA's event staff.

SPECIFIC SITUATIONS

Board Members:

1. Board Meetings: AHRA-EF provides coach air or other comparable land transportation, one to two nights' lodging depending upon the length of the meeting, meals (following the meal maximums noted above), reasonable baggage fees and roundtrip transportation to the airport and hotel, as described.
2. Annual Meeting and Exposition: Outgoing and incoming AHRA board members are eligible to receive (unless the members' institution will pay):
 - a. Transportation to and from the event, see travel policy above.
 - b. waiver of registration
3. Single occupancy hotel accommodations not to exceed the number of nights required by the member to facilitate completion of the board member's responsibilities at the AHRA Annual Meeting.
4. Meal Reimbursement: AHRA will not reimburse meal expenses when there is a scheduled AHRA-EF meal function (e.g., group dinner when the individual chooses not to participate etc.). AHRA-EF does not reimburse Board members for alcoholic beverages. All reimbursements should be submitted within 30 of any charge being incurred. Meal reimbursement requests should follow meal maximums note above)



Policy & Procedure Manual

SECTION 2

AHRA-EF Committee Related Policies and Procedures

AHRA-EF ANNUAL APPEAL COMMITTEE POLICY

The Annual Appeal Committee is formed each year at the beginning of the fundraising campaign. The AHRA-EF Chair will serve as chair of the Annual Appeal Committee. The purpose of the committee is to educate AHRA members of the value of the AHRA-EF and to solicit donations from members either by one time or pledged donations. The AHRA-EF Board selects AHRA members as needed. Committee members are volunteers that show a desire to participate and may remain on the committee as long as they are actively involved in the committee's work. Members may be recruited by the AHRA-EF Board and other members of the committee.

RESPONSIBILITIES

Committee members work with the AHRA-EF Board to personally contact members in an effort to acquire a member donation for the benefit of the AHRA-EF. The term of the committee work begins with the kick-off of the annual campaign and continues until the completion of the annual meeting. Committee members are required to attend designated conference calls throughout the term of the campaign. Committee members are given a list of active AHRA members to contact via telephone or other electronic means. Attendance at the annual meeting is desired, but not mandatory. Committee members who attend the Annual Meeting are requested to participate in selling raffle tickets or other activities designated by the AHRA-EF board.

AHRA-EF SPECIAL EVENT(S) TASK FORCE

The AHRA-EF will establish and utilize a committee structure of AHRA EF BOD members and other active AHRA volunteers and corporate partners, as needed and as special events to raise funds and awareness of AHRA EF are developed and planned. The committee will manage all logistics, planning, financial arrangements, and other activities to ensure successful events.

The Chair of the Special Event(s) Committee will be selected by the AHRA-EF Board of Directors. The Chair of this Committee shall serve a one-year term. The term shall be Annual Meeting to Annual Meeting.

Members of the AHRA EF Special Event(s) Committee shall be selected by the Chair, with guidance from the staff liaison. Committee Members should be AHRA members who show an interest in volunteering. Members may remain on the committee as long as they desire and continue to be an active participant. Member terms will run Annual Meeting to Annual Meeting.

RESPONSIBILITIES

Committee members work with AHRA staff to plan and manage successful events. They will, among other activities, assist with: (1) arrangement of any transportation to and from the event; (2) promotion and awareness of the event and attract participants, (3) solicitation and securing of sponsors to raise revenue; and (4) assistance with overall event planning and on-site logistics management and support. All Committee members are expected to attend the event.



Policy & Procedure Manual

SECTION 3

AHRA-EF Administrative Policies and Procedures

FUND SOLICITATION / RELATIONSHIP BETWEEN AHRA AND THE AHRA-EF

INTRODUCTION

It is necessary to raise funds for operating purposes of both the AHRA and the AHRA-EF on an ongoing basis. It is important that both organizations work collaboratively with the sources of those funds to provide value to them for their contributions. Additionally, it is important that the AHRA and the AHRA-EF also work collaboratively with each other so as not to duplicate efforts in order to best meet the desires and expectations of the grantors of such funds.

PURPOSE

To identify roles and responsibilities for fund solicitation and to describe the mechanism and strategy for fund solicitation specific to certain projects.

POLICY

There are certain types of programs/projects for which the AHRA will seek funding on its own or its collaboration with the AHRA-EF. In general, those programs that are well defined and/or represent ongoing needs will be funded through the efforts of the AHRA. The AHRA-EF will seek to establish funding from commercial partners or other foundations to support the development of new projects or special activities as requested by the AHRA.

PROCEDURE

1. **Annual Meeting and Exposition:** The responsibility for securing sponsorship lies with the Annual Planning Committee and their designees as well as the AHRA Executive Director. Key AHRA leadership and the AHRA Executive Director will use direct contact for large contributions, as well as work to broaden the existing base and identify new sources. AHRA meeting planners will be responsible for soliciting rental of exhibit space for the exposition.
2. **AHRA-Requested Projects and Products:** As identified by the AHRA, the AHRA-EF will assume funding responsibility for new projects/products through a grant process to be administered by the AHRA-EF. If these projects/products continue after the initial offering, it is preferable that the funding for them to be built into the AHRA's annual operating budget.
3. **Seasonal/Community Conferences:** The AHRA will produce a rolling, eighteen-month calendar of seasonal and/or community educational offerings to allow for advance work on securing funding. It will be the responsibility of the conference chair or their designee to approach possible funding sources through direct solicitation and /or a grant process from the AHRA-EF. It is important that these efforts, because of the potential for large funding needs, be coordinated through the AHRA Executive Director and the AHRA-EF to ensure the most appropriate sources of funding are being pursued. The steps in this process are as follows:

- a. The conference chair assembles a program budget for the Education and AHRA Executive Directors to review.
- b. The solicitation for budgets under \$5,000 will be pursued by the conference chair, if there is certainty that local/regional vendor sponsorship will be available. For budgets in excess of \$5,000, the conference chair should seek assistance from the AHRA Executive Director and AHRA-EF chair prior to any solicitation efforts, as the decision may be made to jointly solicit a particular funding source.
- c. In all cases, any contributions should be reported to the AHRA Executive Director, so that the information can be added to a database for tracking purposes. Any questions surrounding this procedure should be directed toward the AHRA Executive Director and/or AHRA-EF Chair.

ENDORSEMENTS: USE OF THE AHRA-EF'S NAME AND / LOGO BY COMMERCIAL ENTITIES

INTRODUCTION

The AHRA-EF may be approached by a variety of corporations and organizations interested in its endorsement of programs, products and/or services offered by the organization. For the purposes of this policy, an endorsement is defined as the explicit use of the AHRA-EF's name and/or logo in association with a specific commercial or other entity or a specific product or service offered by a commercial or other entity, in return for a monetary or other benefit received by the AHRA-EF.

GUIDELINES

1. The AHRA-EF will consider approval of endorsement requests through a review and approval process. This includes a full description of the manner in which the name and/or logo will be used and the frequencies of such use and make recommendations to the AHRA-EF.
2. The AHRA-EF reserves the right to final approval of all uses of AHRA-EF's name and logo.
3. Within the program content there cannot be any promotion of a given company's products or services.
4. Greater consideration will be given to endorsement of educational products, with avoidance of endorsement of equipment.
5. The AHRA-EF must always have the option to exercise an "out clause."
6. The AHRA-EF and the corporate or other entity must satisfy all applicable legal standards, including consumer laws prohibiting false advertising, unfair and/or deceptive trade practices and consumer fraud.

RETENTION OF AHRA-EF RECORDS

INTRODUCTION

Article V of the Bylaws “Authority and Responsibility,” provides, among other things, that the AHRA-EF Board of Directors may adopt such rules and procedures for the conduct of the business of the AHRA-EF, as it shall deem advisable.

POLICY

To further implement Article V of the Bylaws, “Authority and Responsibility,” and to establish an orderly and efficient system for the retention of the AHRA-EF’s records, the Board of Directors adopts the following policy.

PROCEDURE

The AHRA-EF Finance Director will, with the assistance of the AHRA Executive Director, implement and oversee the orderly retention and maintenance of the following AHRA-EF records.

1. Records to be retained permanently:
 - a) Board of Director Records:
 - i) Board of Director Meeting Minutes, motions, and Board actions
 - ii) Corporate Bylaws and amendments
 - iii) Policy & Procedure Manual
 - b) Financial Records:
 - i) AHRA-EF yearly financial audit reports
 - ii) AHRA-EF federal and State tax returns
 - iii) Attorney General Registration and annual report records
 - c) Publications
 - i) AHRA-EF newsletters
 - ii) Other publications
 - d) Incorporation Documents
 - i) Corporate charter and corporate charter amendments
 - ii) Other corporate documents, including corporate Annual Reports, required to be filed with the Secretary of State of the state of incorporation, and such other states where the Association is authorized to do business.
2. AHRA-EF records which shall be retained on a non-permanent basis:
 - a) Board of Director reports shall be retained three (3) years after the fiscal year ending in the year when the report was completed.
 - b) Contracts: All contracts with third parties shall be retained ten (10) years after the end of the fiscal year where all work under the contract was completed.
 - c) Tax Return Support Data: Association bank statements, canceled checks, support data for Association annual tax returns and invoices shall be retained ten (10) years after the date of the filing of the tax return.
 - d) Historical Records.

COLLECTION OF ACCOUNTS RECEIVABLE

POLICY

The collection of outstanding accounts receivable will be governed by general guidelines under which all reasonable efforts will be made to collect payment of invoices issued for goods and services provided to AHRA-EF customers.

PROCEDURE

1. All billing will be recorded with a separate identification by payer.
2. All payments will be recorded as received against these individual accounts in a timely manner.
3. An aged accounts receivable report will be produced monthly.
4. Routine follow-up on outstanding accounts will be made to collect balances due - including mailing statements of accounts monthly, resubmission of invoices, telephone calls and/or collection letters.
5. Receivables outstanding over 180 days will be reviewed with the AHRA Executive Director to determine what further action should be taken.
6. An itemized listing of any accounts determined to be uncollectible will be provided to the AHRA-EF Finance Director for approval to write-off as bad debt and an annual report provided to the AHRA-EF Board of Directors.